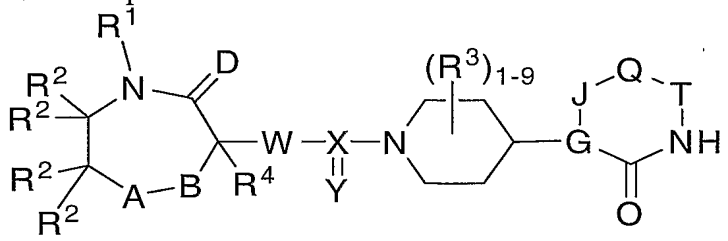
WHAT IS CLAIMED IS:

1. The compound of Formula I:



I

wherein:

A is a bond, $C(R^2)_2$, O, $S(O)_m$ or NR^2;

B is $(C(R^2)_2)_n$;

D is O;

R^1 is selected from:

1) H, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl, and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,
h) OR^4,
i) $O(CH_2)_s\ OR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^4R^{11}$, and,
v) $O(CO)R^4$;

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:

a) $C_{1\text{-}6}$ alkyl,
b) $C_{3\text{-}6}$ cycloalkyl,
c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
f) $(F)_pC_{1\text{-}3}$ alkyl,
g) halogen,
h) OR^4,
i) $O(CH2)_sOR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,

l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
v) $NR^{10}R^{11}$,
w) $N(R^{10})(CO)NR^4R^{11}$, and
v) $O(CO)R^4$;

R^2 is independently selected from:

1) H, C_0-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,
b) C_{3-6} cycloalkyl,
c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
f) $(F)_pC_{1-3}$ alkyl,
g) halogen,
h) OR^4,
i) $O(CH_2)_sOR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,

n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^4R^{11}$, and,
v) $O(CO)R^4$; and,

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:
a) C_{1-6} alkyl,
b) C_{3-6} cycloalkyl,
c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
f) $(F)_pC_{1-3}$ alkyl,
g) halogen,
h) OR^4,
i) $O(CH_2)_sOR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,

s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^{4}R^{11}$, and
v) $O(CO)R^{4}$;

or, any two independent R^2 on the same carbon or on adjacent carbons may be joined together to form a ring selected from cyclobutyl, cyclopentenyl, cyclopentyl, cyclohexenyl, cyclohexyl, thiazolinyl, oxazolinyl, imidazolinyl, imidazolidinyl, pyrrolinyl, morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S-dioxide, azetidinyl, pyrrolidinyl, piperidinyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyridyl, furanyl, dihydrofuranyl, dihydropyranyl or piperazinyl,

where said ring is unsubstituted or substituted with 1-5 substituents independently selected from:

(a) $-C_{1-6}$alkyl, which is unsubstituted or substituted with 1-3 substituents independently selected from:
  (i) halo,
  (ii) hydroxy,
  (iii) $-O-C_{1-6}$alkyl,
  (iv) $-C_{3-6}$cycloalkyl,
  (v) $-COR^{10}$
  (vi) $-CO_2R^{10}$,
  (vii) $-NR^{10}R^{11}$,
  (viii) $-SO_2R^{10}$,
  (ix) $-CONR^{10}R^{11}$, and
  (x) $-(NR^{10})CO_2R^{11}$,
(b) $-SO_2NR^{10}R^{11}$
(c) halo,
(d) $-SO_2R^{10}$,
(e) hydroxy,
(f) $-O-C_{1-6}$alkyl, which is unsubstituted or substituted with 1-5 halo,
(g) -CN,
(h) $-COR^{10}$,
(i) $-NR^{10}R^{11}$,
(j) $-CONR^{10}R^{11}$,

(k) $-CO_2R^{10}$,

(l) $-(NR^{10})CO_2R^{11}$,

(m) $-O(CO)NR^{10}R^{11}$,

(n) $-(NR^4)(CO)NR^{10}R^{11}$, and

(o) oxo;

R^{10} and R^{11} are independently selected from: H, C_{1-6} alkyl, $(F)_pC_{1-6}$ alkyl, C_{3-6} cycloalkyl, aryl, heteroaryl, and benzyl, unsubstituted or substituted with halogen, hydroxy or C_1-C_6 alkoxy, where R^{10} and R^{11} may be joined together to form a ring selected from: azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl, or morpholinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4 ;

R^4 is independently selected from: H, C_{1-6} alkyl, $(F)_pC_{1-6}$ alkyl, C_{3-6} cycloalkyl, aryl, heteroaryl and benzyl, unsubstituted or substituted with halogen, hydroxy or C_1-C_6 alkoxy;

W is O, NR^4 or $C(R^4)_2$;

X is C or S;

Y is O, $(R^4)_2$, NCN, NSO_2CH_3, or $NCONH_2$, or Y is O_2 when X is S;

R^5 is independently selected from H and:

1) C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,
h) OR^4,
i) $O(CH_2)_sOR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^4R^{11}$, and,
v) $O(CO)R^4$;

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:
a) C_{1-6} alkyl,
b) C_{3-6} cycloalkyl,
c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
f) $(F)_pC_{1-3}$ alkyl,
g) halogen,
h) OR^4,
i) $O(CH_2)_sOR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,

m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^4R^{11}$, and
v) $O(CO)R^4$;

3) C_{1-6} alkyl,
4) C_{3-6} cycloalkyl,
5) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
6) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
7) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
8) $(F)_pC_{1-3}$ alkyl,
9) halogen,
10) OR^4,
11) $O(CH_2)_sOR^4$,
12) CO_2R^4,
13) $(CO)NR^{10}R^{11}$,
14) $O(CO)NR^{10}R^{11}$,
15) $N(R^4)(CO)NR^{10}R^{11}$,
16) $N(R^{10})(CO)R^{11}$,
17) $N(R^{10})(CO)OR^{11}$,
18) $SO_2NR^{10}R^{11}$,
19) $N(R^{10})\ SO_2R^{11}$,
20) $S(O)_mR^{10}$,
21) CN,
22) $NR^{10}R^{11}$,

23) $N(R^{10})(CO)NR^4R^{11}$, and,

24) $O(CO)R^4$,

or two R^5 attached to the same carbon form the substituent =O, such that $C(R^5)_2$ may be C=O,

where the number of R^5 substituents that are not H, can range from zero to three;

G-J is selected from: N, C, $C=C(R^5)$, $N\text{-}C(R^5)_2$, C=N, $C(R^5)\text{-}C(R^5)_2$, $C(R^5)\text{-}N(R^6)$, $N(R^6)\text{-}N(R^6)$;

Q-T is is selected from: $C(R^5)_2\text{-}C(R^5)_2$, $C(R^5)=C(R^5)$, $N=C(R^5)$, $C(R^5)=N$, N=N, N and $C(R^5)_2\text{-}(C=O)$, $N(R^6)\text{-}(C=O)$, $C(R^5)_2\text{-}N(R^6)$;

R^3 is independently selected from H, substituted or unsubstituted C_1-C_3 alkyl, CN and CO_2R^4;

p is 0 to 2q+1, for a substituent with q carbons;

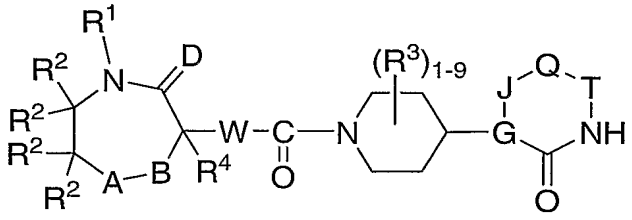
m is 0, 1 or 2;

n is 0 or 1;

s is 1, 2 or 3;

and pharmaceutically acceptable salts and individual diastereomers thereof.

2. A compound according to claim 1 having the Formula Ia:



Ia

wherein:

A is a bond, $C(R^2)_2$, O, $S(O)_m$ or NR^2;

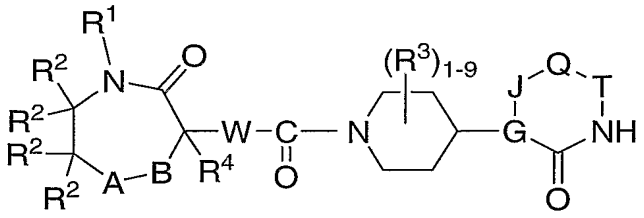
B is $(C(R^2)_2)_n$;

D is O;

n is 0 or 1; and

and pharmaceutically acceptable salts and individual stereoisomers thereof.

3. A compound according to claim 1 having the Formula Ib:



Ib

wherein:

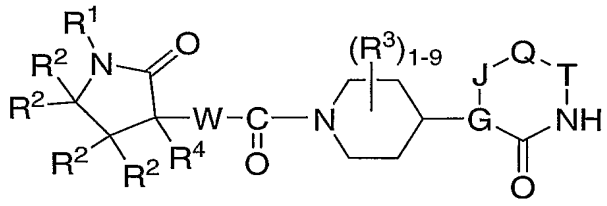
A is a bond, $C(R^2)_2$, O, $S(O)_m$ or NR^2;

B is $(C(R^2)_2)_n$;

n is 0 or 1; and

and pharmaceutically acceptable salts and individual stereoisomers thereof.

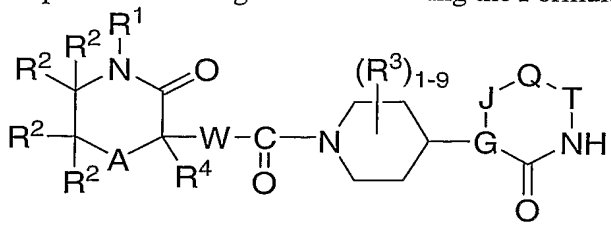
4. A compound according to claim 1 having the Formula Ic:



Ic

and pharmaceutically acceptable salts and individual stereoisomers thereof.

5. A compound according to claim 1 having the Formula Id:



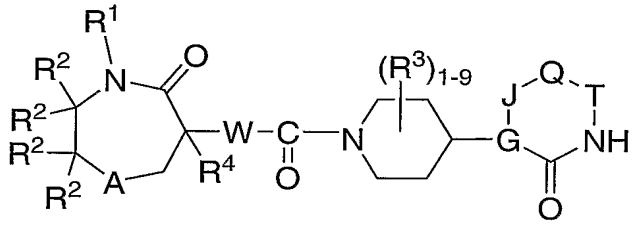
Id

wherein:

A is $C(R^2)_2$, O, $S(O)_m$ or NR^2;

and pharmaceutically acceptable salts and individual stereoisomers thereof.

6. A compound according to claim 1 having the Formula Ie:



Ie

wherein:

A is $C(R^2)_2$, O, $S(O)_m$ or NR^2;

and pharmaceutically acceptable salts and individual stereoisomers thereof.

7. A compound according to claim 1 having the Formulae Ia –Ie, wherein:

R^1 is selected from:

1) H, C_1-C_6 alkyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:
   a) C_{1-6} alkyl,
   b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,

k) CN,

l) $NR^{10}R^{11}$, and

m) $O(CO)R^4$; and

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) $(F)_pC_{1-3}$ alkyl,

d) halogen,

e) OR^4,

f) CO_2R^4,

g) $(CO)NR^{10}R^{11}$,

h) $SO_2NR^{10}R^{11}$,

i) $N(R^{10})SO_2R^{11}$,

j) $S(O)_mR^4$,

k) CN,

l) $NR^{10}R^{11}$, and,

m) $O(CO)R^4$;

R^2 is selected from:

1) H, C_0-C_6 alkyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 sustituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,

k) $S(O)_mR^4$,

l) CN,

m) $NR^{10}R^{11}$, and

n) $O(CO)R^4$; and

2) aryl or heteroaryl, unsubstituted or substituted with one more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) $(F)_pC_{1-3}$ alkyl,

d) halogen,

e) OR^4,

f) CO_2R^4,

g) $(CO)NR^{10}R^{11}$,

h) $SO_2NR^{10}R^{11}$,

i) $N(R^{10})\ SO_2R^{11}$,

j) $S(O)_mR^4$,

k) CN,

l) $NR^{10}R^{11}$, and

m) $O(CO)R^4$;

or, any two independent R^2 on the same carbon or on adjacent carbons may be joined together to form a ring selected from cyclobutyl, cyclopentenyl, cyclopentyl, cyclohexenyl, cyclohexyl, thiazolinyl, oxazolinyl, imidazolinyl, imidazolidinyl, pyrrolinyl, morpholinyl, thiomorpholinyl, thiomorpholinyl S-oxide, thiomorpholinyl S-dioxide, azetidinyl, pyrrolidinyl, piperidinyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyridyl, furanyl, dihydrofuranyl, dihydropyranyl or piperazinyl,

where said ring is unsubstituted or substituted with 1-5 substituents independently selected from:

(a) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-3 substituents independently selected from:
  (i) halo,
  (ii) hydroxy,
  (iii) -O-C_{1-6}alkyl,
  (iv) -C_{3-6}cycloalkyl,
  (v) -COR^{10}
  (vi) -CO_2R^{10},
  (vii) -$NR^{10}R^{11}$,
  (viii) -SO_2R^{10},
  (ix) -$CONR^{10}R^{11}$, and
  (x) -$(NR^{10})CO_2R^{11}$,
(b) -SO_2 $NR^{10}R^{11}$,
(c) halo,
(d) -SO_2R^{10},
(e) hydroxy,
(f) -O-C_{1-6}alkyl, which is unsubstituted or substituted with 1-5 halo,
(g) -CN,
(h) -COR^{10},
(i) -$NR^{10}R^{11}$,
(j) -$CONR^{10}R^{11}$,
(k) -CO_2R^{10},
(l) -$(NR^{10})CO_2R^{11}$,
(m) -$O(CO)NR^{10}R^{11}$,
(n) -$(NR^4)(CO)NR^{10}R^{11}$, and
(o) oxo;

R^{10} and R^{11} are independently selected from: H, C_{1-6} alkyl, $(F)_pC_{1-6}$ alkyl, C_{3-6} cycloalkyl, aryl, heteroaryl and benzyl, unsubstituted or substituted with halogen, hydroxy or C_1-C_6 alkoxy, where R^{10} and R^{11} may be joined together to form a ring selected from: azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl and morpholinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4

R^4 is independently selected from: H, C_{1-6} alkyl, $(F)_pC_{1-6}$ alkyl, C_{3-6} cycloalkyl, aryl, heteroaryl and benzyl, unsubstituted or substituted with halogen, hydroxy or C_1-C_6 alkoxy;

W is O, NR^4 or $C(R^4)_2$;

G-J and Q-T are selected from the following pairings:

G-J is N and Q-T is $C(R^5)_2$ - $C(R^5)_2$,

G-J is N, and Q-T is $C(R^5)$=$C(R^5)$,

G-J is N and Q-T is N=$C(R^5)$,

G-J is N, and Q-T is $C(R^5)$=N,

G-J is N, and Q-T is N=N,

G-J is C=$C(R^5)$, and Q-T is $N(R^6)$,

G-J is N, and Q-T is $C(R^5)_2$ -(C=O)-,

G-J is N-$C(R^5)_2$, and Q-T is $C(R^5)_2$-$C(R^5)_2$,

G-J is C=$C(R^5)$ and Q-T is $C(R^5)$=$C(R^5)$,

G-J is C=$C(R^5)$, and Q-T is $C(R^5)$=N,

G-J is $C=C(R^5)$, and Q-T is $N=C(R^5)$,

G-J is C=N, and Q-T is $C(R^5)=C(R^5)$,

G-J is $N-C(R^5)_2$, and QT is $C(R^5)_2-(C=O)-$,

G-J is $C(R^5)-C(R^5)_2$, and QT is $N(R^6)-(C=O)-$,

G-J is $C(R^5)-C(R^5)_2$, and QT is $C(R^5)_2-C(R^5)_2$,

G-J is $C(R^5)-C(R^5)_2$, and QT is $C(R^5)_2-N(R^6)$,

G-J is $C(R^5)-N(R^6)$, and QT is $C(R^5)_2-C(R^5)_2$,

G-J is $C(R^5)-C(R^5)_2$, and QT is $N=C(R^5)$,

G-J is $N-C(R^5)_2$, and QT is $C(R^5)_2-N(R^6)$,

G-J is $N-N(R^6)$, and QT is $C(R^5)_2-C(R^5)_2$, and

G-J is $N-C(R^5)_2$, and QT is $N=C(R^5)$;

R^5 is independently selected from H and:

1) C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,

k) $(CO)NR^{10}R^{11}$,

l) $O(CO)NR^{10}R^{11}$,

m) $N(R^4)(CO)NR^{10}R^{11}$,

n) $N(R^{10})(CO)R^{11}$,

o) $N(R^{10})(CO)OR^{11}$,

p) $SO_2NR^{10}R^{11}$,

q) $N(R^{10})\ SO_2R^{11}$,

r) $S(O)_mR^{10}$,

s) CN,

t) $NR^{10}R^{11}$,

u) $N(R^{10})(CO)NR^4R^{11}$, and,

v) $O(CO)R^4$;

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^4R^{11}$, and
v) $O(CO)R^4$;

3) $C_{1\text{-}6}$ alkyl,
4) $C_{3\text{-}6}$ cycloalkyl,
5) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
6) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
7) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
8) $(F)_pC_{1\text{-}3}$ alkyl,
9) halogen,
10) OR^4,
11) $O(CH_2)_sOR^4$,
12) CO_2R^4,
13) $(CO)NR^{10}R^{11}$,
14) $O(CO)NR^{10}R^{11}$,
15) $N(R^4)(CO)NR^{10}R^{11}$,
16) $N(R^{10})(CO)R^{11}$,
17) $N(R^{10})(CO)OR^{11}$,
18) $SO_2NR^{10}R^{11}$,
19) $N(R^{10})\ SO_2R^{11}$,

20) $S(O)_mR^{10}$,

21) CN,

22) $NR^{10}R^{11}$,

23) $N(R^{10})(CO)NR^4R^{11}$, and,

24) $O(CO)R^4$,

or two R^5 attached to the same carbon form the substituent =O, such that $C(R^5)_2$ may be C=O,

where the number of R^5 substituents that are not H, can range from zero to three;

R^3 is independently selected from H, substituted or unsubstituted C_1-C_3 alkyl, CN and CO_2R^4;

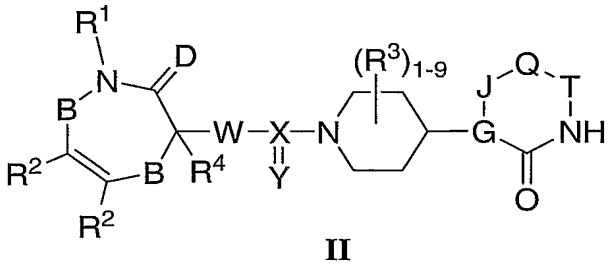
p is 0 to 2q+1, for a substituent with q carbons

m is 0 to 2;

s is 1 to 3;

and pharmaceutically acceptable salts and individual stereoisomers thereof.

8. The compound of Formula II:



II

wherein:

B is independently $(C(R^2)_2)_n$;

D is O;

R^1 is selected from:

1) H, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl, and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,
b) C_{3-6} cycloalkyl,
c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
f) $(F)_pC_{1-3}$ alkyl,
g) halogen,
h) OR^4,
i) $O(CH_2)_s OR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^4R^{11}$, and,
v) $O(CO)R^4$;

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,
b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH2)_sOR^4$,

j) CO_2R^4,

k) $(CO)NR^{10}R^{11}$,

l) $O(CO)NR^{10}R^{11}$,

m) $N(R^4)(CO)NR^{10}R^{11}$,

n) $N(R^{10})(CO)R^{11}$,

o) $N(R^{10})(CO)OR^{11}$,

p) $SO_2NR^{10}R^{11}$,

q) $N(R^{10})\ SO_2R^{11}$,

r) $S(O)_mR^{10}$,

s) CN,

x) $NR^{10}R^{11}$,

y) $N(R^{10})(CO)NR^4R^{11}$, and

v) $O(CO)R^4$;

R^2 is independently selected from:

1) H, C_0-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,

k) $(CO)NR^{10}R^{11}$,

l) $O(CO)NR^{10}R^{11}$,

m) $N(R^4)(CO)NR^{10}R^{11}$,

n) $N(R^{10})(CO)R^{11}$,

o) $N(R^{10})(CO)OR^{11}$,

p) $SO_2NR^{10}R^{11}$,

q) $N(R^{10})\ SO_2R^{11}$,

r) $S(O)_mR^{10}$,

s) CN,

t) $NR^{10}R^{11}$,

u) $N(R^{10})(CO)NR^4R^{11}$, and,

v) $O(CO)R^4$;

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,
i) $O(CH_2)_sOR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^4R^{11}$, and
v) $O(CO)R^4$;

or, the independent R^2 on adjacent carbons may be joined together to form a ring selected from cyclopentenyl, cyclohexenyl, phenyl, naphthyl, thienyl, thiazolyl, thiazolinyl, oxazolyl, oxazolinyl, imidazolyl, imidazolinyl, pyridyl, pyrimidyl, pyrazinyl, pyrrolyl, pyrrolinyl, tetrahydropyridyl, furanyl, dihydrofuranyl and dihydropyranyl,

where said ring is unsubstituted or substituted with 1-5 substituents independently selected from:

(a) -C1-6alkyl, which is unsubstituted or substituted with 1-3 substituents where the substituents are independently selected from:
(i) halo,
(ii) hydroxy,
(iii) -O-C1-6alkyl,
(iv) -C3-6cycloalkyl,
(v) -COR10
(vi) -CO2R10,
(vii) -NR10R11,
(viii) -SO2R10,
(ix) -CONR10R11, and

(x) -(NR10)CO2R11,

(b) -SO2 NR10R11

(c) halo,

(d) -SO2R10,

(e) hydroxy,

(f) -O-C1-6alkyl, which is unsubstituted or substituted with 1-5 halo,

(g) -CN,

(h) -COR10,

(i) -NR10R11,

(j) -CONR10R11,

(k) -CO2R10,

(l) -(NR10)CO2R11,

(m) -O(CO)NR10R11,

(n) -(NR4)(CO)NR10R11, and

(o) oxo;

R^{10} and R^{11} are independently selected from: H, C_{1-6} alkyl, $(F)_pC_{1-6}$ alkyl, C_{3-6} cycloalkyl, aryl, heteroaryl, and benzyl, unsubstituted or substituted with halogen, hydroxy or C_1-C_6 alkoxy, where R^{10} and R^{11} may be joined together to form a ring selected from: azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl, or morpholinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4 ;

R^4 is independently selected from: H, C_{1-6} alkyl, $(F)_pC_{1-6}$ alkyl, C_{3-6} cycloalkyl, aryl, heteroaryl and benzyl, unsubstituted or substituted with halogen, hydroxy or C_1-C_6 alkoxy;

W is O, NR^4 or $C(R^4)_2$;

X is C or S;

Y is O, $(R^4)_2$, NCN, NSO_2CH_3 or $NCONH_2$, or Y is O_2 when X is S;

R^5 is independently selected from H and:

1) C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,
b) C_{3-6} cycloalkyl,
c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
f) $(F)_pC_{1-3}$ alkyl,
g) halogen,
h) OR^4,
i) $O(CH_2)_sOR^4$,
j) CO_2R^4,
k) $(CO)NR^{10}R^{11}$,
l) $O(CO)NR^{10}R^{11}$,
m) $N(R^4)(CO)NR^{10}R^{11}$,
n) $N(R^{10})(CO)R^{11}$,
o) $N(R^{10})(CO)OR^{11}$,
p) $SO_2NR^{10}R^{11}$,
q) $N(R^{10})\ SO_2R^{11}$,
r) $S(O)_mR^{10}$,
s) CN,
t) $NR^{10}R^{11}$,
u) $N(R^{10})(CO)NR^4R^{11}$, and,
v) $O(CO)R^4$;

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:
a) C_{1-6} alkyl,
b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,

k) $(CO)NR^{10}R^{11}$,

l) $O(CO)NR^{10}R^{11}$,

m) $N(R^4)(CO)NR^{10}R^{11}$,

n) $N(R^{10})(CO)R^{11}$,

o) $N(R^{10})(CO)OR^{11}$,

p) $SO_2NR^{10}R^{11}$,

q) $N(R^{10})\ SO_2R^{11}$,

r) $S(O)_mR^{10}$,

s) CN,

t) $NR^{10}R^{11}$,

u) $N(R^{10})(CO)NR^4R^{11}$, and

v) $O(CO)R^4$;

3) C_{1-6} alkyl,

4) C_{3-6} cycloalkyl,

5) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

6) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

7) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

8) $(F)_pC_{1-3}$ alkyl,

9) halogen,

10) OR^4,
11) $O(CH_2)_sOR^4$,
12) CO_2R^4,
13) $(CO)NR^{10}R^{11}$,
14) $O(CO)NR^{10}R^{11}$,
15) $N(R^4)(CO)NR^{10}R^{11}$,
16) $N(R^{10})(CO)R^{11}$,
17) $N(R^{10})(CO)OR^{11}$,
18) $SO_2NR^{10}R^{11}$,
19) $N(R^{10})\ SO_2R^{11}$,
20) $S(O)_mR^{10}$,
21) CN,
22) $NR^{10}R^{11}$,
23) $N(R^{10})(CO)NR^4R^{11}$, and,
24) $O(CO)R^4$,

or two R^5 attached to the same carbon form the substituent =O, such that $C(R^5)_2$ may be C=O,

where the number of R^5 substituents that are not H, can range from zero to three;

G-J is selected from: N, C, $C=C(R^5)$, $N\text{-}C(R^5)_2$, C=N, $C(R^5)\text{-}C(R^5)_2$, $C(R^5)\text{-}N(R^6)$, $N(R^6)\text{-}N(R^6)$;

Q-T is is selected from: $C(R^5)_2\text{-}C(R^5)_2$, $C(R^5)=C(R^5)$, $N=C(R^5)$, $C(R^5)=N$, N=N, N and $C(R^5)_2$-(C=O), $N(R^6)$-(C=O), $C(R^5)_2\text{-}N(R^6)$;

R^3 is independently selected from H, substituted or unsubstituted C_1-C_3 alkyl, CN and CO_2R^4;

p is 0 to 2q+1, for a substituent with q carbons;
m is 0, 1 or 2;
n is 0 or 1;
s is 1, 2 or 3;

and pharmaceutically acceptable salts and individual diastereomers thereof.

9. A compound according to claim 8, wherein:

R^1 is selected from:

1) H, C_1-C_6 alkyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:
   a) C_{1-6} alkyl,
   b) C_{3-6} cycloalkyl,
   c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
   d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
   e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,
   f) $(F)_pC_{1-3}$ alkyl,
   g) halogen,
   h) OR^4,
   i) $O(CH_2)_sOR^4$,
   j) CO_2R^4,
   k) CN,
   l) $NR^{10}R^{11}$, and
   m) $O(CO)R^4$; and

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:
   a) C_{1-6} alkyl,
   b) C_{3-6} cycloalkyl,
   c) $(F)_pC_{1-3}$ alkyl,
   d) halogen,
   e) OR^4,
   f) CO_2R^4,
   g) $(CO)NR^{10}R^{11}$,
   h) $SO_2NR^{10}R^{11}$,
   i) $N(R^{10})\ SO_2R^{11}$,

j) $S(O)_mR^4$,

k) CN,

l) $NR^{10}R^{11}$, and,

m) $O(CO)R^4$;

R^2 is selected from:

1) H, C_0-C_6 alkyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 sustituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,

k) $S(O)_mR^4$,

l) CN,

m) $NR^{10}R^{11}$, and

n) $O(CO)R^4$; and

2) aryl or heteroaryl, unsubstituted or substituted with one more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) $(F)_pC_{1-3}$ alkyl,

d) halogen,

e) OR^4,

f) CO_2R^4,

g) $(CO)NR^{10}R^{11}$,
h) $SO_2NR^{10}R^{11}$,
i) $N(R^{10})\ SO_2R^{11}$,
j) $S(O)_mR^4$,
k) CN,
l) $NR^{10}R^{11}$, and
m) $O(CO)R^4$;

R^{10} and R^{11} are independently selected from: H, C_{1-6} alkyl, $(F)_pC_{1-6}$ alkyl, C_{3-6} cycloalkyl, aryl, heteroaryl and benzyl, unsubstituted or substituted with halogen, hydroxy or C_1-C_6 alkoxy, where R^{10} and R^{11} may be joined together to form a ring selected from: azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl and morpholinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4

R^4 is independently selected from: H, C_{1-6} alkyl, $(F)_pC_{1-6}$ alkyl, C_{3-6} cycloalkyl, aryl, heteroaryl and benzyl, unsubstituted or substituted with halogen, hydroxy or C_1-C_6 alkoxy;

W is O, NR^4 or $C(R^4)_2$;

G-J and Q-T are selected from the following pairings:

G-J is N and Q-T is $C(R^5)_2$ - $C(R^5)_2$,

G-J is N, and Q-T is $C(R^5)$=$C(R^5)$,

G-J is N and Q-T is N=$C(R^5)$,

G-J is N, and Q-T is $C(R^5)$=N,

G-J is N, and Q-T is N=N,

G-J is C=$C(R^5)$, and Q-T is $N(R^6)$,

G-J is N, and Q-T is $C(R^5)_2$ -(C=O)-,

G-J is N-C(R^5)$_2$, and Q-T is C(R^5)$_2$-C(R^5)$_2$,

G-J is C=C(R^5) and Q-T is C(R^5)=C(R^5),

G-J is C=C(R^5), and Q-T is C(R^5)=N,

G-J is C=C(R^5), and Q-T is N=C(R^5),

G-J is C=N, and Q-T is C(R^5)=C(R^5),

G-J is N-C(R^5)$_2$, and QT is C(R^5)$_2$-(C=O)-,

G-J is C(R^5)-C(R^5)$_2$, and QT is N(R^6)-(C=O)-,

G-J is C(R^5)-C(R^5)$_2$, and QT is C(R^5)$_2$-C(R^5)$_2$,

G-J is C(R^5)-C(R^5)$_2$, and QT is C(R^5)$_2$-N(R^6),

G-J is C(R^5)-N(R^6), and QT is C(R^5)$_2$-C(R^5)$_2$,

G-J is C(R^5)-C(R^5)$_2$, and QT is N=C(R^5),

G-J is N-C(R^5)$_2$, and QT is C(R^5)$_2$-N(R^6),

G-J is N-N(R^6), and QT is C(R^5)$_2$-C(R^5)$_2$, and

G-J is N-C(R^5)$_2$, and QT is N=C(R^5);

R^5 is independently selected from H and:

1) C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_{3-6} cycloalkyl and heterocycle, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,

k) $(CO)NR^{10}R^{11}$,

l) $O(CO)NR^{10}R^{11}$,

m) $N(R^4)(CO)NR^{10}R^{11}$,

n) $N(R^{10})(CO)R^{11}$,

o) $N(R^{10})(CO)OR^{11}$,

p) $SO_2NR^{10}R^{11}$,

q) $N(R^{10})\ SO_2R^{11}$,

r) $S(O)_mR^{10}$,

s) CN,

t) $NR^{10}R^{11}$,

u) $N(R^{10})(CO)NR^4R^{11}$, and,

v) $O(CO)R^4$;

2) aryl or heteroaryl, unsubstituted or substituted with one or more substituents independently selected from:

a) C_{1-6} alkyl,

b) C_{3-6} cycloalkyl,

c) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

d) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

e) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

f) $(F)_pC_{1-3}$ alkyl,

g) halogen,

h) OR^4,

i) $O(CH_2)_sOR^4$,

j) CO_2R^4,

k) $(CO)NR^{10}R^{11}$,

l) $O(CO)NR^{10}R^{11}$,

m) $N(R^4)(CO)NR^{10}R^{11}$,

n) $N(R^{10})(CO)R^{11}$,

o) $N(R^{10})(CO)OR^{11}$,

p) $SO_2NR^{10}R^{11}$,

q) $N(R^{10})\ SO_2R^{11}$,

r) $S(O)_mR^{10}$,

s) CN,

t) $NR^{10}R^{11}$,

u) $N(R^{10})(CO)NR^4R^{11}$, and

v) $O(CO)R^4$;

3) C_{1-6} alkyl,

4) C_{3-6} cycloalkyl,

5) aryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

6) heteroaryl, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

7) heterocycle, unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^4,

8) $(F)_pC_{1-3}$ alkyl,

9) halogen,

10) OR^4,

11) $O(CH_2)_sOR^4$,

12) CO_2R^4,

13) $(CO)NR^{10}R^{11}$,

14) $O(CO)NR^{10}R^{11}$,
15) $N(R^4)(CO)NR^{10}R^{11}$,
16) $N(R^{10})(CO)R^{11}$,
17) $N(R^{10})(CO)OR^{11}$,
18) $SO_2NR^{10}R^{11}$,
19) $N(R^{10})\ SO_2R^{11}$,
20) $S(O)_mR^{10}$,
21) CN,
22) $NR^{10}R^{11}$,
23) $N(R^{10})(CO)NR^4R^{11}$, and,
24) $O(CO)R^4$,

or two R^5 attached to the same carbon form the substituent =O, such that $C(R^5)_2$ may be C=O,

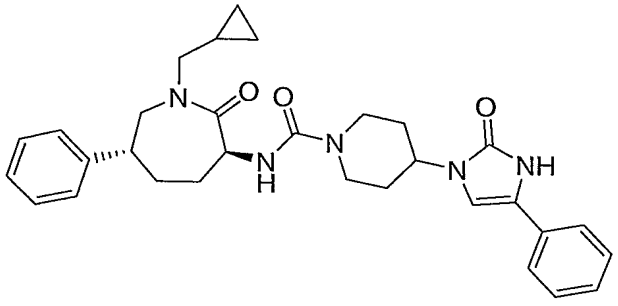
where the number of R^5 substituents that are not H, can range from zero to three;

R^3 is independently selected from H, substituted or unsubstituted C_1-C_3 alkyl, CN and CO_2R^4;

p is 0 to 2q+1, for a substituent with q carbons
m is 0 to 2;
s is 1 to 3;

and pharmaceutically acceptable salts and individual stereoisomers thereof.

10. A compound selected from:



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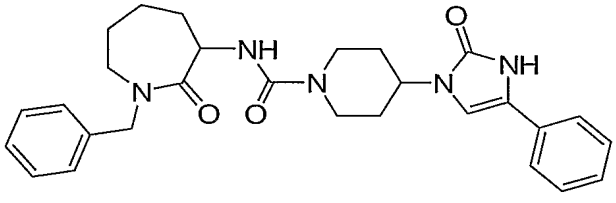

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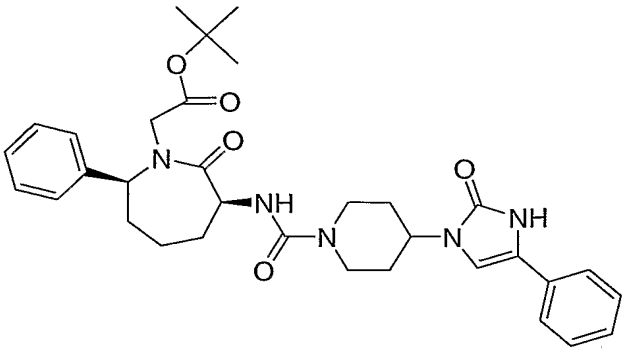

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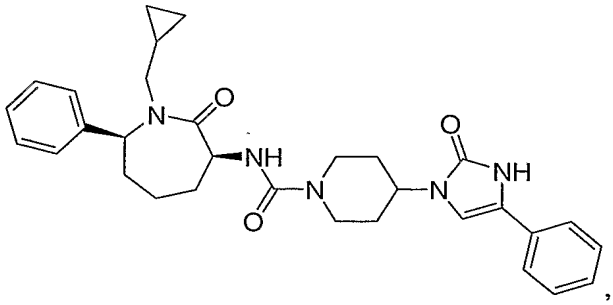

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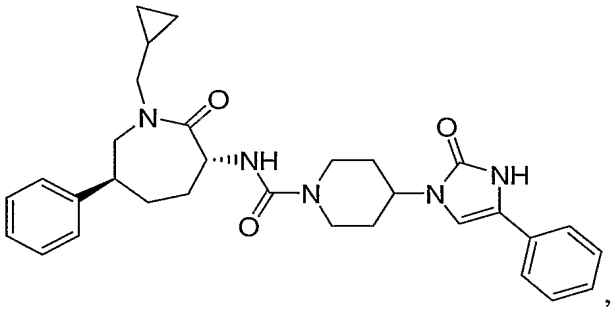

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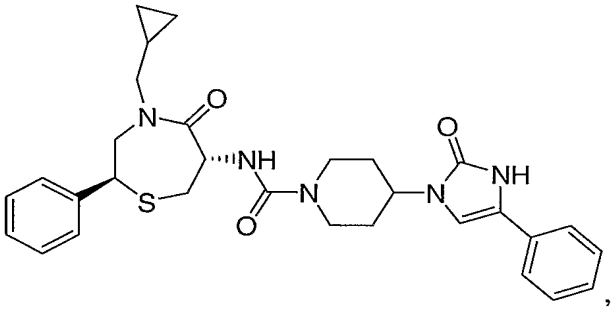

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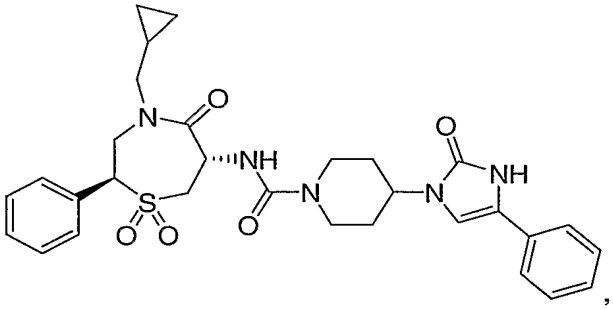

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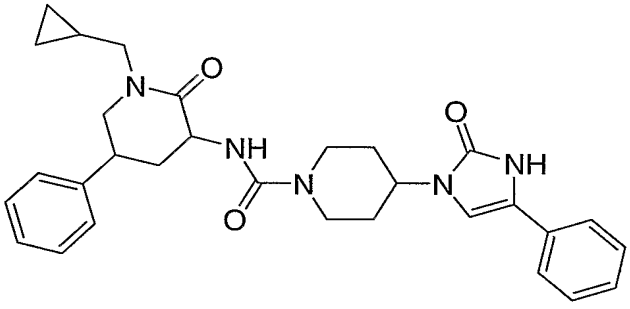

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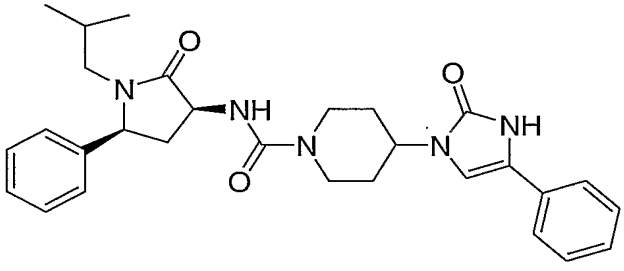

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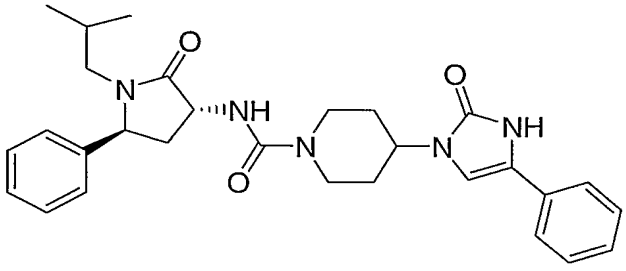

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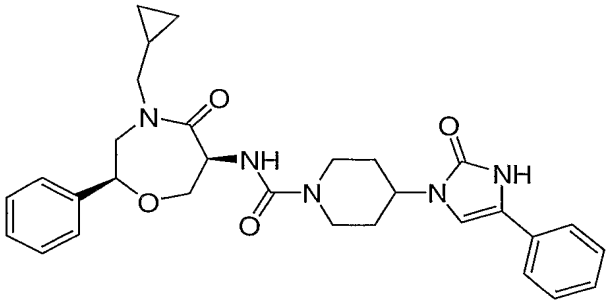

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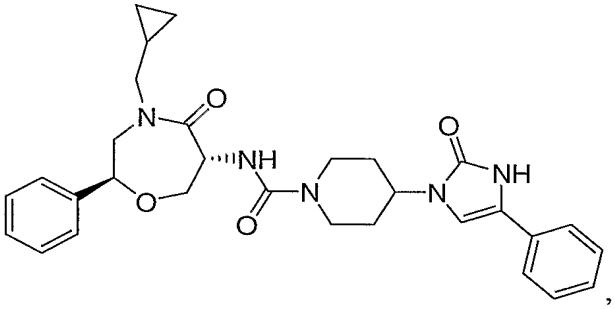

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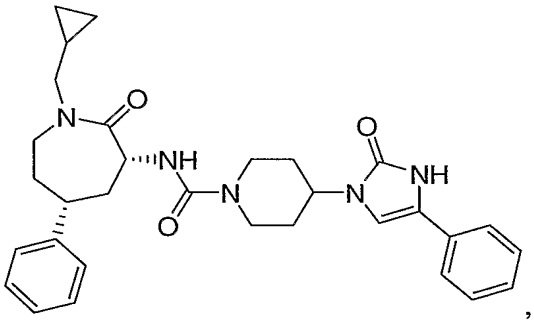

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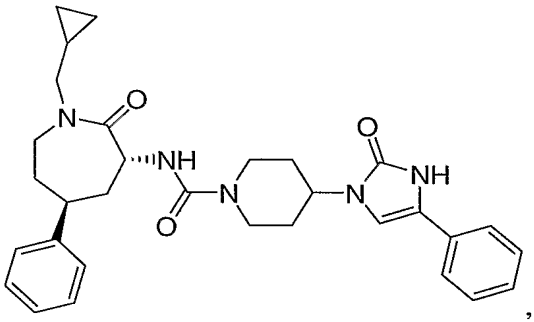

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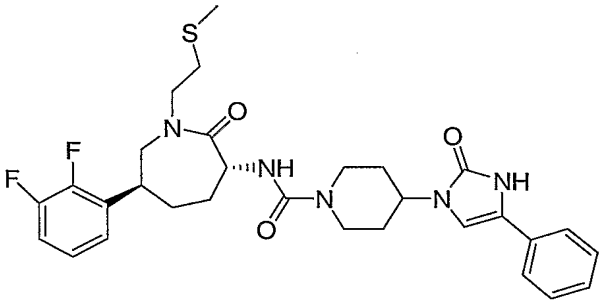

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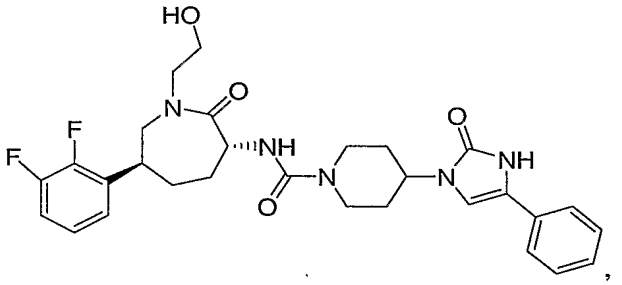

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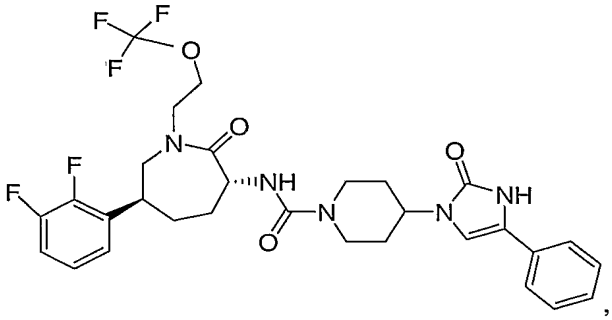

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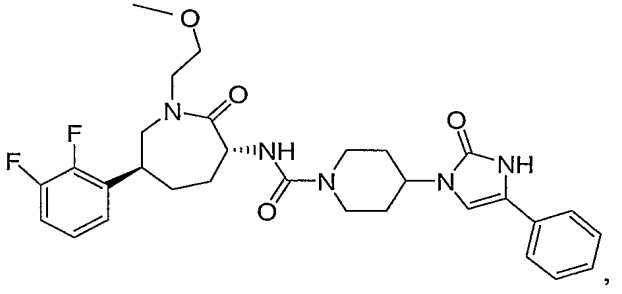

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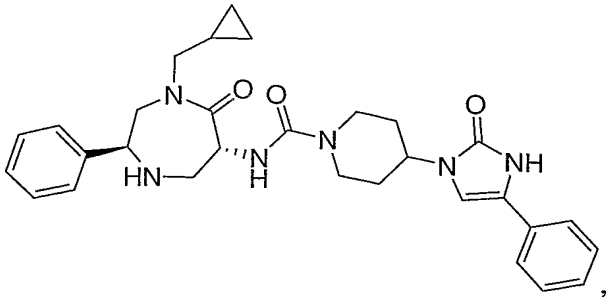
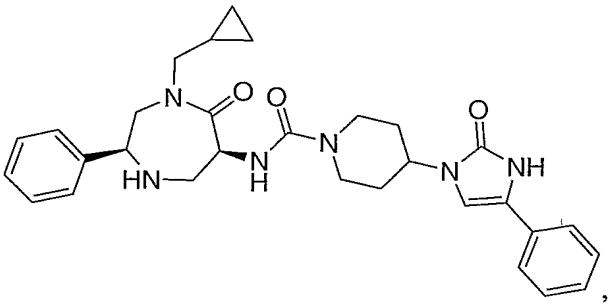
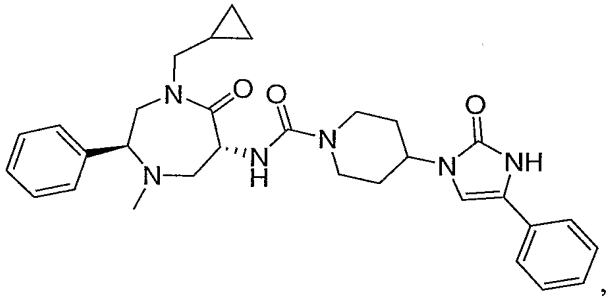
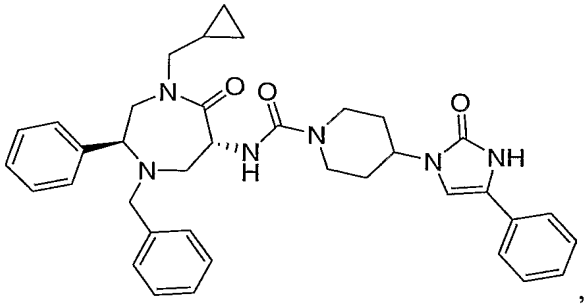
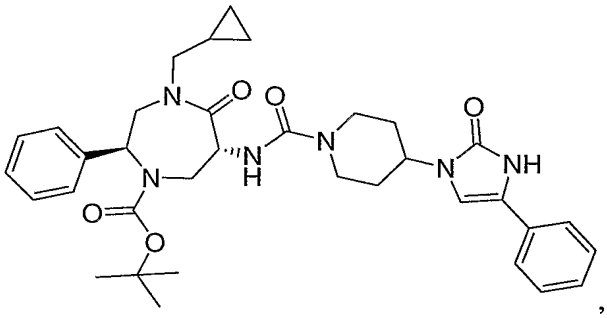
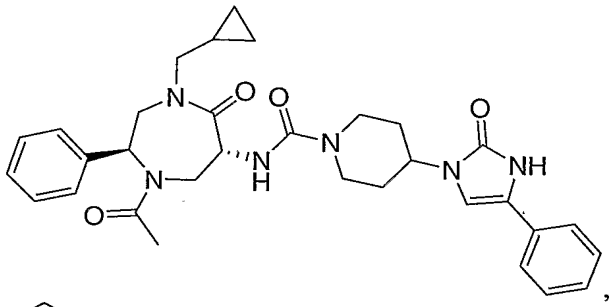


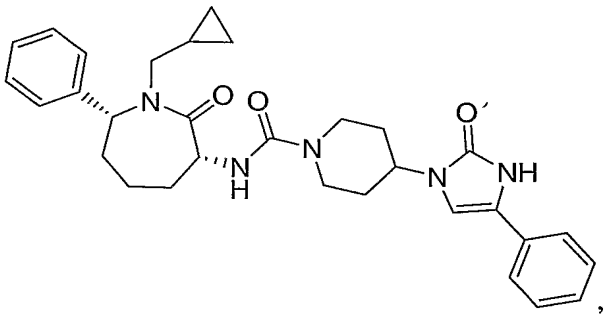


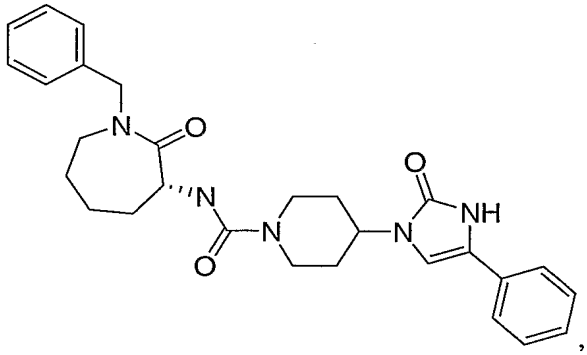


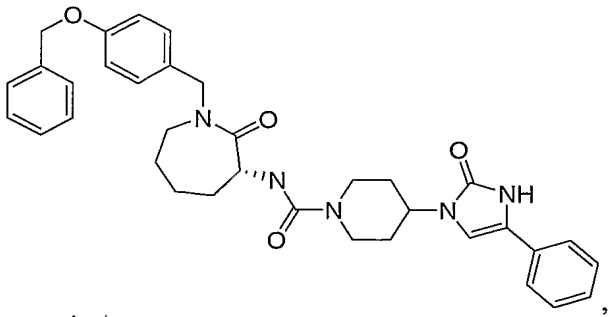


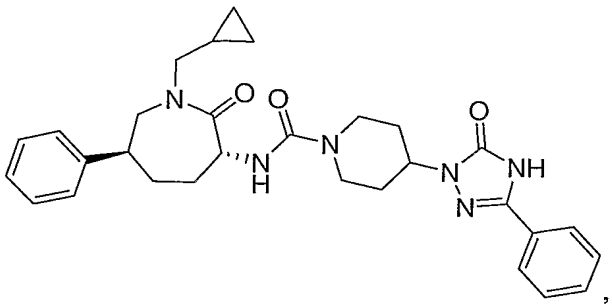


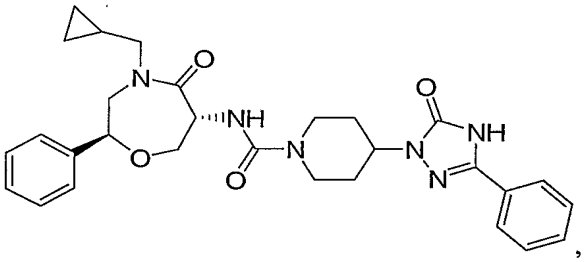


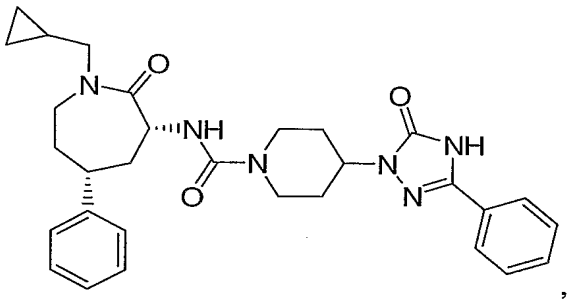


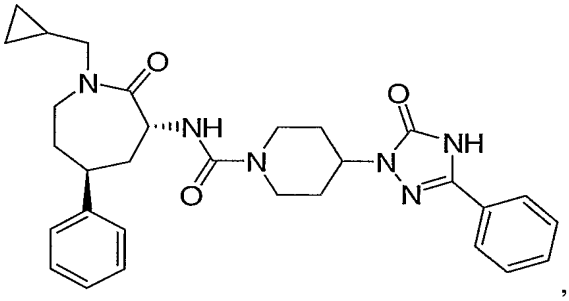


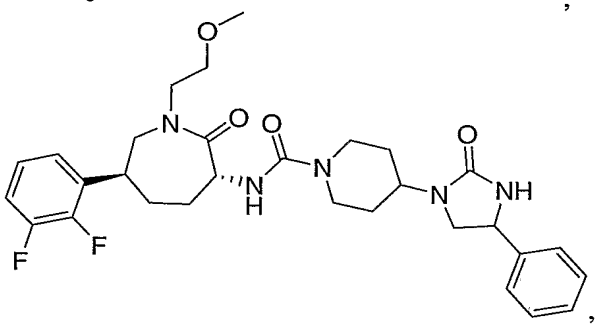


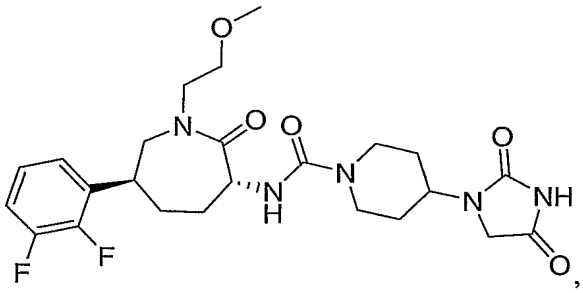


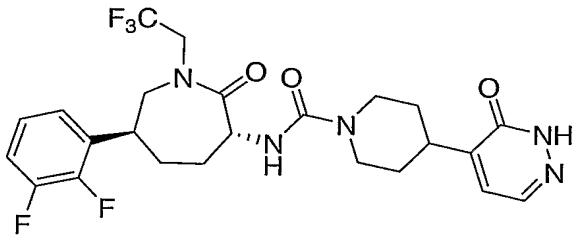








 , and



and pharmaceutically acceptable salts and individual diastereomers thereof.

11. A pharmaceutical composition which comprises an inert carrier and the compound of Claim 1.

12. A method for antagonism of CGRP receptor activity in a mammal which comprises the administration of an effective amount of the compound of Claim 1.

13. A method for treating, controlling, ameliorating or reducing the risk of headache, migraine or cluster headache in a mammalian patient in need of such which comprises administering to the patient a therapeutically effective amount of the compound of Claim 1.